

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
CORPUS CHRISTI DIVISION

IN RE:

GULF ATLANTIC OPERATIONS, LLC,
ET AL.

Debtors

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* CASE NO. 06-20676, jointly administered
* with 06-20677, 06-20678, and 06-20679
*
* CHAPTER 11

**ORDER PURSUANT TO SECTION 1103 OF THE BANKRUPTCY CODE AND
BANKRUPTCY RULE 2014 AUTHORIZING THE OFFICIAL UNSECURED
CREDITORS COMMITTEE TO RETAIN AND EMPLOY LUGENBUHL,
WHEATON, PECK, RANKIN & HUBBARD AS COUNSEL**

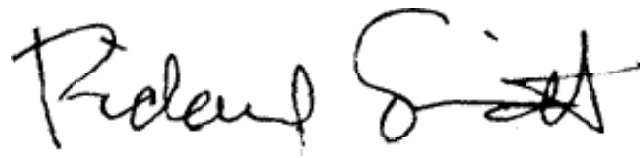
Upon the annexed application (the "Application") of the Official Unsecured Creditors Committee (the "Committee") in the above-captioned Chapter 11 cases, for an order pursuant to Section 1103 of Title 11 of the United States Code (the "Bankruptcy Code") and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") authorizing the Committee to employ and retain the firm of Lugenbuhl, Wheaton, Peck, Rankin & Hubbard ("Lugenbuhl") as its attorneys under a general retainer to represent the Committee in the captioned Chapter 11 cases; and upon the affidavit of Stewart F. Peck, a shareholder of Lugenbuhl which is annexed as Exhibit "A" to the Application; and the court being satisfied that the employment of Lugenbuhl is necessary and in the best interests of the Committee, the Debtors and the Debtors' estate; and upon the Court being satisfied that any notice in respect of the Application was adequate; and upon Mr. Peck's representation that, other than as stated in the Application and Affidavit, Lugenbuhl does not at this time and hereafter will not represent any other entity having an interest adverse to the Committee in connection with these Chapter 11 cases, and the hourly rates and reimbursement of expenses have been disclosed and are reasonable; that the disclosures made in the affidavit adequately disclose any

potential adverse interest of Lugenbuhl and such potential adverse interests are not a bar to employment of Lugenbuhl; sufficient cause appearing therefore,

IT IS ORDERED that, pursuant to Section 1103 of the Bankruptcy Code and Bankruptcy Rule 2014, the Committee be, and it hereby is, authorized and empowered to employ and retain the law firm of Lugenbuhl as its counsel for the Committee in this case under the terms and conditions as set forth in the Application, effective November 22, 2006.

IT IS FURTHER ORDERED that all compensation for services rendered and reimbursement for expenses incurred in these Chapter 11 cases shall be paid as provided by order of the Court.

February 28, 2007

A handwritten signature in black ink, appearing to read "Robert S. Sisk". The signature is written in a cursive, flowing style with a horizontal line extending from the end.

UNITED STATES BANKRUPTCY JUDGE